



January 30<sup>th</sup>, 2019

United States Environmental Protection Agency  
EPA Region 4  
Attn: Brian Gross  
Atlanta Federal Center  
61 Forsyth Street, S.W.  
Atlanta, GA 30303-8960  
Phone: (404) 562-8604

**Re: The Housing Partnership, Inc. ("HPI") U.S. EPA Brownfield Cleanup Application**

Dear Mr. Gross:

Thank you for the opportunity to submit this grant application. This is an application for a Cleanup Grant for hazardous materials for a site located at 1405 West Broadway, Louisville, KY.

The following information is provided per the application guidelines:

**1. Application Identification:**

The Housing Partnership, Inc, 1512 Crums Lane, Suite 401, Louisville, KY 40216  
DUNS Number: 782276869

**2. Funding Request:**

- a. Single Site Cleanup
- b. i. \$500,000
- b. ii. HPI is not requesting a cost share waiver
- c. Hazardous Substances

**3. Location:**

- a. Louisville
- b. Jefferson County
- c. Kentucky

**4. Property Information:**

1405 West Broadway, Louisville, KY, 40203

**5. Contacts:**

- a. Project Director:** Landen Burcham, Senior Project Manager  
Josh Hooper, Director of Housing Production  
The Housing Partnership, Inc.  
1512 Crums Lane, Suite 401, Louisville, KY 40216  
Phone: (502) 814-2711  
Email: [lburcham@wearehpi.org](mailto:lburcham@wearehpi.org), [jhooper@wearehpi.org](mailto:jhooper@wearehpi.org)
- b. Chief Executive:** Andrew Hawes, President  
The Housing Partnership, Inc.  
1512 Crums Lane, Suite 401, Louisville, KY 40216  
Phone: (502) 814-2711  
Email: [ahawes@wearehpi.org](mailto:ahawes@wearehpi.org)

**6. Population:** 621,349 (US Census, 2017 population estimates)

**7. Other Factors Checklist:** Applicable items - Secured firm leveraging commitment ties directly to the project and will facilitate completion of the project/redevelopment; secure resource is identified in the Narrative on page 3 under section 1.c.i. and substantiated in the attached documentation.

**8. Letter from the State or Tribal Environmental Authority:** Please see attached for a letter from the State of Kentucky acknowledging that the application plans to conduct cleanup activities at one site and is planning to apply for FY19 federal brownfields grant funds.

Sincerely,



Andrew Hawes, President  
The Housing Partnership, Inc.

## **PROJECT AREA DESCRIPTION AND PLANS FOR REVITALIZATION**

### **1.a Target Area and Brownfields**

#### **1.a.i Background and Description of Target Area –**

Louisville, Kentucky is largest city in the Commonwealth of Kentucky with a population of 621,349 (US Census, 2017 population estimates). The local government, Louisville-Jefferson County, is a consolidated government that includes all of Jefferson County. West Louisville contains nearly ten neighborhoods, including the target area's neighborhood, Russell. Much of the built environment in these urban neighborhoods include remnants of manufacturing economy, particularly vacant warehouses. Neighborhoods such as Russell have seen disinvestment for decades. Russell is a predominantly African-American neighborhood, and has suffered the lingering effects of policies including urban renewal, the practice of redlining, and predatory lending. Despite proximity to the Central Business District, market demand has not been spurred in Russell, and investors face uncertainty in both housing and commercial investments. The uncertainty in the real estate market must addressed in order for private investors to assume financial risk in the target area. See below for a table detailing various demographics data about Russell and Jefferson County (Russell Neighborhood Revitalization Strategy, 2016). This data reveals stark disparities in income and employment between the Russell neighborhood and Jefferson County at large.

| Selected Economic Data for Jefferson County and Russell *  |                    |             |                  |                      |
|--|--------------------|-------------|------------------|----------------------|
|  | Russell            | Russell (%) | Jefferson County | Jefferson County (%) |
| Total Population   | 9,651              |             | 751,485          |                      |
| Low/Moderate Income Population   | 8,040              | 87.0%       | 281,220          | 39.3%                |
| Income and Poverty   |                    |             |                  |                      |
| Total Population Below Poverty Level   | 5,809              | 58.1%       | 123,145          | 16.7%                |
| Children (under age 18) in Poverty   | 2,480              | 71.4%       | 41,337           | 24.6%                |
| Elderly (age 65 and older) in Poverty  | 249                | 36.8%       | 9,171            | 9.1%                 |
| Median Household Income  | Tract 6: \$22,535  |             | \$47,692         |                      |
|  | Tract 24: \$18,613 |             |                  |                      |
|  | Tract 30: \$9,003  |             |                  |                      |
| Employment   |                    |             |                  |                      |
| Total Population Age 16 or Older in Labor Force  | 3,785              |             | 393,140          |                      |
| Unemployed   | 1,198              | 31.7%       | 36,608           | 9.3%                 |
| Race and Ethnicity   |                    |             |                  |                      |
| Black/African American   | 8,621              | 89.3%       | 155,105          | 20.6%                |
| White  | 455                | 4.7%        | 549,890          | 73.2%                |
| Hispanic (any race)  | 11                 | 0.1%        | 34,389           | 4.6%                 |
| Data Source: 2014 American Community Survey (5-Year Estimates) * Data for Russell is calculated using an approximation of NRSA boundaries as follows: Unless otherwise noted, data is calculated |                    |             |                  |                      |

|   |
|---|
| using the following Block Groups: Census Tract 6, Block Group 1; Census Tract 24, Block Groups 1, 2, 3, 4, 5; Census Tract 30, Block Groups 1, 2, 3 ** Data is calculated using Census Tracts 6, 24, and 30 |
|---|

One of the largest vacant buildings in the West End is the 5-story Axton-Fischer Warehouse, completed in 1921 and originally used as a candy factory for the Frank A. Menne Candy Company. In the years since its completion, the building has served as a tobacco warehouse for the Axton-Fischer Company, an Army office building and recruitment center, and most recently, a church; however, it has now sat entirely vacant for over a decade and largely vacant since the 1970s, creating a blighting influence on the Russell neighborhood and Broadway commercial corridor for decades.

The extremely visible, historic building is located at 15th and Broadway, and is truly the gateway to Louisville's West End from downtown.

After several years of pursuing site control of the building, the Housing Partnership, Inc. ("HPI"), a Louisville nonprofit focused on affordable housing and neighborhood revitalization, acquired the property in December of 2018.

HPI's redevelopment plan involves the renovation of an entire building at 1405 West Broadway could serve as a catalyst for economic development along the commercial corridor of West Broadway, which will include retail and office space on floors 1 through 3, two stories of senior affordable housing on floors 4 and 5, a basement parking garage, and surface level parking to the west and north of the building. The gross square footage of the commercial floors is 26,690 SF for floor 1, and 28,067 SF each for floors 2 and 3, totaling over 80,000 gross square feet of commercial space.

#### 1.a.ii. Description of the Brownfield Site –

The site includes four contiguous addresses included 1403 West Broadway; 1405 West Broadway, and 1419/1421 West Broadway. The targeted cleanup will occur at 1405 West Broadway, which includes the 5-story warehouse.

HPI has obtained construction estimates from Bosse Construction, Inc., which most recently completed redevelopment of a very similar historic warehouse building known as the Edison Center, located at 701 W. Ormsby Ave in Louisville. Structurally, 1405 W. Broadway is in fantastic condition, as confirmed in a recent Capital Needs Assessment and noted by Mr. Boyd Bosse, owner of Bosse Construction and the project manager for the Edison Center development, during his site visits to the building. As an historic adaptive reuse development, the renovation work will be extensive, and will include repair of the historic windows, new flooring, roof, HVAC, plumbing, and electrical, new elevators, and the construction of 51 high-quality affordable apartments for seniors. HPI has obtained the quantity of hazardous materials located on site, and estimates for abatement work. The building includes 117,500 sq. ft. of asbestos tile, nearly 20,000 linear ft. of asbestos caulking, coating and other materials, and mechanical systems located on the roof that are coated in asbestos containing materials. The estimate for the asbestos remediation ranges from \$600,000 to \$880,000. In addition, much of the paint in the building is lead-based. The lead-based paint will be removed through the demolition stage of construction.

## **1.b. Revitalization of the Target Area**

1.b.i. Redevelopment Strategy and Alignment with Revitalization Plans – The project supports the Russell Neighborhood Revitalization Strategy Area plan, approved by HUD on June 16, 2016, by addressing vacant and abandoned structures in the Russell neighborhood. The project also address the plan by creating new units of affordable housing for seniors, and by stimulating economic development through the commercial component and nonprofit “hub”. The project also supports the goals of the Vision Russell Transformation Plan by providing high quality, affordable rental housing, and units that can serve as replacement housing for Beecher Terrance residents. Beecher Terrace, a public housing development that is a few blocks north of the site, is already in the process of demolition. It also addresses the plan’s goal of addressing vacant properties by activating a high visibility block along the Broadway commercial corridor. The Vision Russell Transformation Plan is part of the strategic plan for the implementation of a \$29.5MM HUD Choice Neighborhoods grant, which was awarded to the city of Louisville. The project also aligns with Russell: A Place of Promise, a new initiative intending to act as a model of equitable community development in African-American communities. The initiative will ensure that Russell neighbors and stakeholders play a prominent role in the effort to create affordable housing, new jobs, business opportunities, new community gathering spots, opportunities for mobility, wealth creation and whole-community health. Finally, the project supports housing and community development goals outline in Metro Louisville’s Comprehensive Plan 2040, which will guide citywide policies through year 2040. The project will align with the guiding principles of the plan – “Connected, Healthy, Authentic, Sustainable, and Equitable”

Several of the development’s retail and office uses will be focused on community development and empowerment, benefiting residents throughout the West End. The retail and office component will be co-developed via an exciting and innovative partnership between OneWest and The Housing Partnership, Inc., and will include a local bank branch, space for HPI, OneWest, and other nonprofits, as well as other office tenants. Founded in 2014, OneWest is Louisville’s community development corporation focused on community revitalization through commercial development growth in West Louisville, and with its strong Board of Directors, has played an active role in bringing new investment to the West End in recent years.

### 1.b.ii. Outcomes and Benefits of Redevelopment Strategy -

The building will be divided into two separate condominiums. The housing, including a prorata portion of the common elements and a portion of the garage parking, will be owned by a low-income housing tax credit partnership, with PNC as the investor. The retail and office floors, and the remainder of the garage and common elements, will be owned by a separate ownership entity utilizing New Markets Tax Credits, Historic Tax Credits, and Opportunity Zone Funds.

The residents of 1405 W. Broadway will have access to both jobs and services on site, including homeownership counseling, workforce development, and financial literacy training. This innovative approach to stimulating growth in Louisville's West End will have a profound impact on the Russell neighborhood, and create a vibrant gateway to the West End. In addition, the development will complement other redevelopment efforts underway within blocks of the site, including a new West End YMCA, the Passport Health campus, Park Duvalle Community Health Center's Russell Neighborhood Health Center at 15th and Broadway, and Chef Space. The development will also support the Beecher Terrace redevelopment being carried out by the Louisville Metro Housing Authority by providing much-needed replacement housing units in Russell.

### **1.c. Strategy for Leveraging Resources**

1.c.i. Resources Needed for Site Reuse – The total development cost of the development is currently projected at around \$32,000,000. The project involves an innovative financing structure that allows for Low Income Housing Tax Credits, Historic Tax Credits, New Markets Tax Credits, state and local affordable housing trust fund dollars, and Opportunity Zone Funds to come together to balance sources and uses. HPI will also use the Kentucky Department of Environmental Protection's ("KDEP") Cleaner Commonwealth Fund as a resource for cleanup. HPI will contribute \$100,000 towards the cleanup of hazardous materials as leveraged funding in addition to \$500,000 in EPA funds, if awarded.

1.c.ii..Use of Existing Infrastructure – The project will primarily feature the adaptive reuse of the vacant warehouse located on the site. The environmental cleanup and remediation will allow for the use of almost all of the present infrastructure, including sewer, water, electric, and telecommunications. Fiber infrastructure for high-speed internet for both commercial and residential tenants will be available within the next few years.

The site will also make use of transit infrastructure, as the site fronts a main thoroughfare. This portion of Broadway is highly trafficked, and the site within proximity to several bus lines.

## **2. COMMUNITY NEED AND COMMUNITY ENGAGEMENT**

### **2.a. Community Need**

#### 2.a.i The Community's Need for Funding –

The Russell Neighborhood has been economically distressed for decades. The neighborhood, once known as "the Harlem of the South", has been impacted by both public and private policies including urban renewal and redlining. The neighborhood never recovered in the post-industrial economy. Residents of the neighborhood have restricted access to capital, and many of the credit products available to residents feature subprime terms.

Russell also has a high concentration of vacant and abandoned properties, creating blighting influences on an already strained housing market with some of the lowest home values in the city. The low real estate values perpetuate a cycle of disinvestment by inhibiting a larger tax base.

Public funding, such as EPA grant funds, are essential to closing the financial gap in projects such as 1405 West Broadway. These funds are essential to the success of the project. There is a reason the building has been vacant for decades despite the fact that the structure is prime for renovation. Over the past two decades, multiple developers who have been very successful with similar projects have considering rehabilitating the building, but the costs have proven to be too daunting - the abatement of the asbestos on site alone will cost \$600,000 to \$880,000. If left vacant, the building will remain a hazardous blighting influence to the surrounding community.

The project could serve a demand generator for this portion of the Russell neighborhood, but there currently is not a strong market for multifamily apartments in the area, nor is there a strong market for higher-rent commercial or retail space. The project would not generate enough cash-flow or return to entice a private developer, therefore public resources and partners are essential to the sites revitalization.

## 2.a.ii. Threats to Sensitive Populations

1. Health or Welfare of Sensitive Populations – The project will remove a significant blighting influence along a key corridor in the Russell Neighborhood. The conditions around the site will be vastly improved and the project will stabilize nearly an entire city block, improving quality of life in the area. As-is, the vacant structure attracts criminal activities. There is also evidence that people have inhibited the building while it has been vacant, so those inhabitants are hazardous materials.

The project is based upon a growing national recognition of the adverse health impacts upon children, adolescents and adults residing in high-poverty, minority neighborhoods, and upon the correspondingly urgent need to address place-based health disparities. In the absence of any realistic program to relocate residents to more amenable neighborhoods and circumstances, the project seeks to develop both (1) the housing development, home ownership, and rental property management strategies and (2) the effective, collaborative social service mechanisms that together would begin to ameliorate – and aspire to remedy – the circumstances of neighborhoods seemingly consigned to otherwise dire trajectories; and to remake those neighborhoods as places where increased homeownership may be integral both to the restoration of neighborhood stability and to wealth-building for households and families otherwise deprived of that opportunity.

The neighborhood has higher concentration of vulnerable populations than the rest of Jefferson County. A high percentage of the population consists of children under the age of 18.

These grants funds will generate more investments in the area, making the neighborhood safer and improving the health outcomes for the surrounding community.

2. Greater Than Normal Incidence of Disease and Adverse Health Conditions – Louisville has come to acknowledge the increasing body of evidence correlating housing instability (e.g. high eviction rates, high housing health of children and

adolescents. These effects then relate to poor educational outcomes, to loss of economic competitiveness as adults, and consequently to the perpetuation of poverty and its attending negative social spillovers. By focusing on the “upstream” factors contributing to the diminished life chances of families living with constant uncertainty and stress – by focusing intensively, and at scale, on the fundamental housing needs, and the aspirations for self-reliance, of households residing in Louisville’s poorest neighborhoods, then we will be addressing one of the most important social determinants affecting the life chances of children and families residing in the Russell neighborhood.

Environmental contaminants in west Louisville also have a significant adverse impact on the health of residents. For example, children in west Louisville have the highest blood concentrations of lead in the city. According to the Louisville Metro Health Equity Report 2017, death rates due to cancer are diabetes higher than the rest of the county. Also, low air quality contributes to higher rates of asthma.

Economically Impoverished/Disproportionately Impacted Populations – The project will yield safe, decent affordable housing in an area where it is much needed, particularly due to the demolition of 640 units of public housing. The 51 units of housing provide replacement units for those displaced residents.

HPI will move its headquarters to the site, and will lease to similar community developer organizations create a nonprofit “hub” to better concentrate activities.

HPI intends to move its corporate office to one of the floors, which will include a dynamic homebuyer training center that will support HPI’s Beyond 9th initiative, which is HPI’s plan to acquire, rehabilitate, and sell blighted single family homes in west Louisville based on a data driven plan that focuses our efforts on census blocks that have homeownership rates of 40% or better. This program will bolster the single family housing market in the area, and allow for existing residents who are currently renters to acquire their homes. HPI has developed a holistic plan that includes homebuyer education, credit counseling, down payment assistance and quality first mortgage programs that will be available to residents of the community.

## **2.b.Community Engagement**

2.b.i. Community Involvement – Please see the table below for a list of community partners involved in the project at this point. HPI is also in preliminary discussions with several nonprofits in the community to establish a community development “hub” on one floor of the building to stimulate agglomeration and cooperation between groups working in Louisville’s West End.

| <b>Partner</b>              | <b>Point of Contact</b>                                      | <b>Specific role in the project</b>   |
|-----------------------------|--|---|
| Metro Louisville Government | Rebecca Fleischaker,<br>Rebecca.fleischaker@louisvilleky.gov | Lender for acquisition, providing assistance with site control and locating community partners as well as other funding sources |



|  |  |   |
|--|--|---|
| Louisville Affordable Housing Trust Fund | Christie McCravy,<br>christie@loutrustfund.org | Lender for affordable housing component                           |
| OneWest                                  | Evon Smith, esmith@onewest.org                 | Lender, potential tenant, partner in community development        |
| HOPE of KY                               | Billie Wade, bwade@kybanks.com                 | Lender for acquisition  |
| LDG Development                          | Michael Gross,<br>mgross@ldgdevelopment.com    | Providing donation to affordable housing component of development |
| D.D. Williamson                          | Barbara Evans,<br>Barbara.Evans@ddwcolor.com   | Providing donation to affordable housing component of development |

**2.b.ii. Incorporating Community Input** – HPI will work with OneWest, Metro Louisville Governments, Russell Neighborhood Association, Russell: Place of Promise, and other community development groups in West Louisville to solicit community input for the project. OneWest and HPI have planned a series of meetings in Russell for 2019, including a bus tour and a community conversation event, and an event hosting a Congress of New Urbanism Legacy project. There will be at least four community conversation events in 2019.

The input from these meetings will be used to guide the design of 1405 West Broadway. We anticipate the formation of an institution designed to engage Russell residents – substantively and continuously – in a robust network of kindred agencies, institutions, and community stakeholders whose collective purpose will be to address the complex of adverse factors present today in the lives of a substantial plurality of Russell households.

### **3. TASK DESCRIPTIONS, COST ESTIMATES, AND MEASURING PROGRESS**

#### **3.a Proposed Cleanup Plan**

TriEco, an environmental consultant and Qualified Environmental Professional (“QEP”), produced a Phase I environmental report, a hazardous materials report, and a Project Management Plan (“PMP”). These reports concluded that asbestos contamination is the greatest and most costly environmental concern on the site. There is nearly 200,000 sq ft of asbestos containing materials in the building that will need to be removed. The reports also found Vapor Encroachment Concerns (“VEC”) which will be addressed through renovation with installation of radon/VEC ventilation devices, as well as lead based paint, which will be removed during demolition.

The EPA cleanup grant funds will be used for abatement of asbestos containing materials through the following process:

- A Contractor will be selected through a competitive bidding process.
- The contractor will request the appropriate permits for removal of hazardous materials.
- The contractor will remediate all asbestos containing materials on site.

- The hazardous materials will be properly disposed of by the contractor, with a QEP on site to monitor disposal.
- HPI will work the KDEP and the QEP for guidance through the cleanup.

### **3.b. Description of Tasks and Activities**

The \$500,000 of EPA Cleanup Funds requested, along with a \$100,000 contribution from HPI, will be deployed for the abatement of asbestos containing materials, as well as necessary permits and travel to the National Brownfield Conference.

The first task of this process will be Project Management and Reporting. The cost for this task include \$15,000 to acquire permits for abatement work. This estimate is from a quote from a local contractor. \$3,000 will also be used to send two HPI staff members to the National Brownfield Conference.

The second task is Community Involvement and Outreach. These activities will include community meetings that will be facilitated by OneWest and HPI.

The third task will be to perform the contracted abatement and disposal of asbestos containing materials. A local contractor prepared quotes for this work based upon the quantities detailed in the hazardous materials report. HPI will pay for \$100,000 of this work, and \$482,000 of EPA grant funds will pay for the remainder.

### **3.c Cost Estimates and Outputs**

| <b>Budget Categories</b>  | <b>Task 1<br/>Project<br/>Management<br/>and<br/>Reporting</b> | <b>Task 2<br/>Community<br/>Involvement and<br/>Outreach</b> | <b>Task 3<br/>Cleanup of<br/>Asbestos-<br/>Containing<br/>Materials</b> | <b>Total</b> |
|---|--|--|---|--------------|
| Personnel   | \$ -   | \$ -   | \$ -  | \$ -         |
| Fringe Benefits   | \$ -   | \$ -   | \$ -  | \$ -         |
| Travel  | \$3,000  | \$ -   | \$ -  | \$           |
| Equipment   | \$ -   | \$ -   | \$ -  | \$ -         |
| Supplies  | \$ -   | \$ -   | \$ -  | \$ -         |
| Contractual<br>(Hazardous)  | \$ -   | \$ -   | \$582,000   | \$582,000    |
| Other (permits)   | \$15,000   | \$ -   | \$ -  | \$15,000     |
| Total Direct Costs  | \$18,000   | \$ -   | \$582,000   | \$600,000    |
| <b>Total Federal<br/>Funding</b><br>(not to exceed<br>\$500,000)                | \$18,000   | \$ -   | \$482,000   | \$500,000    |
| <b>Cost Share</b><br>(20% of request<br>federal funds)                          | \$ -   | \$ -   | \$100,000   | \$100,000    |
| <b>Total Budget</b><br>(Total Direct Costs +<br>Indirect Costs + Cost<br>Share) | \$18,000   | \$ -   | \$582,000   | \$600,000    |

**3.d. Measuring Environmental Results** – HPI will work with contractor and subcontractors to monitor progress throughout the remediation process. An environmental consultant will assist with monitoring and compliance. Quantities of asbestos and other hazardous materials removed will be reported quarterly. HPI will also update the EPA’s Assessment, Cleanup and Redevelopment Exchange System throughout the cleanup. HPI will be ready to deploy the EPA grant funds upon award. Also, a detailed Project Management Plan, approved by the Kentucky Department of Environmental Protection, has been developed and will be followed during and after remediation work.

## **4. PROGRAMMATIC CAPABILITY AND PAST PERFORMANCE**

### **4.a. Programmatic Capability**

**4.a.i. Organizational Structure** - HPI is a private, non-profit organization founded in 1989 that strengthens neighborhoods and improves lives through education, preservation and development of affordable housing. HPI is a member of NeighborWorks America and the Housing Partnership Network. HPI is committed to safe, clean and affordable rental housing HPI has been addressing affordable housing issues for nearly 30 years. In that time HPI has been successful in developing and placing in service multiple multifamily, Single Family and elderly housing developments using funds ranging from Low Income Housing Tax Credits (“LIHTC”, Exchange funds, Kentucky Housing Corporation Small Multifamily Affordable Loan Program, Housing and Urban Development HOME funds, Affordable Housing Trust Fund dollars, Federal Home Loan Bank’s Affordable Housing Program and HUD 202 Capital Advances and Pre-development funds. HPI’s portfolio includes 764 multifamily units, 200 senior living units, and 198 single-family units. Pursuant to its mission, HPI has endeavored constantly to address the factors that otherwise limit the choices available to low income households aspiring to own a decent home within amenable surroundings. Within the larger context of a civic agenda shared by Louisville’s Mayor, other elected officials, neighborhoods, business, non-profit, and community leaders, HPI has adopted a 2018 strategic plan aspiring to more production to a scale that can effect significant change – both in neighborhoods that have long been in precipitous decline and those where growth and prosperity have left a significant proportion of the city’s families behind. HPI’s Housing Production department consists of four seasoned real-estate professionals who have decades of combined experience in the development of affordable housing. Josh Hooper - Director of Housing Production, and Landen Burcham – Senior Project Manager, will oversee the day-to-day administration of the cleanup grant.

**4.a.ii. Acquiring Additional Resources** - HPI felt it imperative to get the site into local control and purchased it with the assistance of Louisville Metro Government (\$300K loan), OneWest (\$300K loan) and private bank financing through HOPE of Kentucky

(the Kentucky Banker's Association (\$700K loan). HPI will utilize resources from Metro Louisville Government, KDEP, and will contribute \$100,000 for the cleanup work. HPI has extensive experience redeveloping properties, particularly old school buildings, through adaptive reuse utilizing the HUD 202 and LIHTC programs HPI also has experience with renovating and recapitalizing neglected multifamily housing). In most of these developments, HPI has worked with environmental consultants to conduct assessments and the remediation of hazardous materials. HPI has stringent policies in place for due diligence items, and will continue to abide by these systems when procuring contractors for the remediation of hazardous materials at West Broadway.

#### **4.b. Past Performance and Accomplishments**

##### 4.b.ii. Has Not Received an EPA Brownfields Grant, but has Received Other Federal of Non-Federal Assistance Agreements

Purpose and Accomplishments – While HPI has not received and administered EPA funds in the past, the organization has proven itself to be a good steward of public resources. HPI has a long history of developing affordable single-family and multifamily housing with low income housing tax credits, both as a consultant and as a developer. Most recently, HPI was awarded local, state, and federal funds including state and local Affordable Housing Trust Fund, LIHTC's, and HUD HOME funds for the rehabilitation of York Towers Apartments. York Towers is an historic, 89 unit apartment building in downtown Louisville. The project includes environmental remediation of asbestos containing materials.

HPI a HUD approved credit counseling agency, a HUD approved Down Payment Assistance provider, and an approved FHA nonprofit mortgagee (the first nonprofit in a decade to produce units with this program).

Compliance with Grant Requirements – HPI has history of ensuring compliance with programs including HOME, HUD 202, LIHTC, and local and state grant resources. HPI's property management department oversees compliance with programs such as Section 8 and LIHTC.

HPI's housing production team has experience complying with stringent delivery and reporting deadlines. HPI has never had any issues complying with requirements including Davis-Bacon, Universal Relocation Act, Section 3, Fair Housing Act, and other state and federal regulations.

**The Housing Partnership, Inc.  
Brownfields Cleanup Grant 2019  
1405 West Broadway**

**Threshold Criteria Responses Attachments**

**Attachment A. Threshold Criteria**

**Attachment B. Letter from State**

**Attachment C. Analysis of Brownfields Cumulative Alternatives (ABCAs)**

**Attachment D. Community Notification Ad and Public Meeting**

**Attachment E. Justification for Cost Share Waiver**

## **Attachment A. Threshold Criteria for Cleanup Grants**

### **1. Applicant Eligibility**

The Housing Partnership, Inc. is a nonprofit, tax-exempt charitable organization under Section 501(c)(3) of the Internal Revenue Code. Please see attached for the entity's articles of incorporation, and an affirmation letter from the IRS.

### **2. Previously Awarded Cleanup Grants**

The proposed site, 1405 West Broadway, has not received funding from a previously awarded EPA Brownfields Cleanup Grant.

### **3. Site Ownership**

The site is owned by THPI-Edgewood, LLC, a disregarded entity of which The Housing Partnership, Inc. is the sole owner and member.

### **4. Basis Site Information**

- a) Name of site: 1405 West Broadway
- b) Site address: 1405 West Broadway, Louisville, KY 40203
- c) Owner: HPI-Edgewood, LLC, a disregarded entity of which The Housing Partnership, Inc. is the sole owner and member.

### **5. Status and History of Contamination at the Site**

- a) The site is contaminated by hazardous materials
- b) The subject site includes with a five-story warehouse building that is currently vacant and reported to have been vacant since the 1970s. Additionally, the subject site includes a vacant lot to the west of the structure. Former occupants of the site include:
  - 1892: St. Augustine's Catholic Church and School Structure were located on the northern portion of the property. Additional small residential dwellings and associated outbuildings were present.
  - 1905: St. Augustine's Church (new structure from 1892) is located in the center of the property. St. Augustine School is located on the northern portion of the property in the structure formerly labeled both church and school. Additional small residential dwellings an associated outbuildings were present.
  - 1922: Current structure was built as the Frank A. Menne Factory (National Candy Co.) with small residential dwellings on the western portion of the property.
  - 1941: Structure is utilized as the Axton-Fischer Tobacco Co. Inc.-Tobacco Warehouse with small residential dwellings on the western portion of the property.

1950-1966: Structure is utilized as the Veterans Administration Offices with a "Used Auto Sales" lot on the western portion of the property.

1966-unknown: Veterans Administration Hospital Outpatient.

1976-unknown: Hildebrand Company - The Warehouse.

1981-present: Structure is vacant.

c) The following known environmental concerns are at the site:

- The past presence of historic auto and dry cleaner sites in close proximity to the property is considered an environmental concern.
- Stained floors/pavement, and the presence of floor drains/sump in poor condition are considered an environmental concern.
- The UST system present on the west side of the structure is considered a REC.
- The subject property was identified with the potential to have a vapor encroachment condition (VEC) as constituents of concern (CoCs) were potentially present in soil and/or groundwater, which is considered a REC.
- Lead and Abestos containing materials are pervasive throughout the building

d) The site was contaminated due to former various uses, including manufacturing. The presence of lead and asbestos containing materials are a result of common construction materials that used when the structure was built. The report found that the building contains 117,500 sq. ft. of asbestos tile, nearly 20,000 linear ft. of asbestos caulking, coating and other materials, and mechanical systems located on the roof that are coated in asbestos containing materials.

## **6. Brownfields Site Definition**

The Housing Partnership, Inc. affirms that the site is: (a) not listed or proposed for listing on the National Priorities List; (b) not subject to unilateral administrative orders, court orders, administrative orders on consent, or judicial consent decrees issued to or entered into by parties under CERCLA; and (c) not subject to the jurisdiction, custody, or control of the United States government.

## **7. Environmental Assessment Required for Cleanup Grant Proposals**

A Phase I Environmental Report for the site was prepared by TriEco, LLC (a Qualified Environmental Professional) for The Housing Partnership on November 7<sup>th</sup>, 2018.

An Asbestos, Lead-Based Paint, and Hazardous Materials Inspection Report (equivalent report to Phase II) was prepared by TriEco, LLC for The Housing Partnership on November 15<sup>th</sup>, 2018. All inspection and sampling activities were conducted in accordance with the United States Environmental Protection Agency's (EPA) National Emissions Standard for Hazardous Air Pollutants (NESHAP) General Inspection Procedures found within 40 CFR 61, Subpart M.

A Property Management Plan (“PMP”) for the property was prepared in accordance with the Guidance For Brownfields Redevelopment In Kentucky to meet the requirements of Kentucky Revised Statute (KRS) 224.1-415. The PMP was prepared on November 15<sup>th</sup>, 2018 by Linebach Funkhouser, Inc. (LFI), sub-consultant to TriEco who was consulting HPI. The plan is a remedial action plan, and was approved by the state.

## **8. Enforcement or Other Actions**

The Housing Partnership, Inc. is not aware of any ongoing or anticipated enforcement actions related to the 1405 West Broadway Development. Also, HPI is not aware of any inquiries or orders from federal, state, or local government entities that the applicant is aware of regarding the responsibility of any party (including the applicant) for the contamination or hazardous substances at the site.

## **9. Sites Requiring a Property-Specific Determination**

The site does not require a property specific determination.

## **10. Threshold Criteria Related to CERCLA/Petroleum Liability**

- a) The Housing Partnership, Inc. affirms it is not potentially liable for contamination at the site under CERCLA §107 (e.g., as a current owner or operator of a facility, an owner or operator of a facility at the time of disposal of a hazardous substance, a party that arranged for the treatment or disposal of hazardous substances, or a party that accepted hazardous substances for transport to disposal or treatment facilities at the site) because it is eligible for one of the CERCLA liability protections or defenses. It affirms it meets the requirements of the innocent landowner defense under (CERCLA §107(b) (3) and 101(35) (A))

1.a. Information on the Property Acquisition – The Housing Partnership, Inc. purchased the property from Cross Land Development, LLC for the sum of \$1,100,000 on 12/14/2018. The Housing Partnership, Inc. granted the property to THPI, Edgewood, LLC, an entity of which HPI is the sole owner, on 12/14/2018.

1.b. Pre-Purchase Inquiry - A Phase I Environmental Report for the site was prepared by TriEco, LLC for The Housing Partnership on November 7<sup>th</sup>, 2018. An Abestos, Lead-Based Paint, and Hazardous Materials Inspection Report (equivalent report to Phase II) was prepared by TriEco, LLC for The Housing Partnership on November 15<sup>th</sup>, 2018.

A Property Management Plan (“PMP”) for the property was prepared in accordance with the Guidance For Brownfields Redevelopment In Kentucky to meet the requirements of Kentucky Revised Statute (KRS) 224.1-415. The PMP was prepared on November 15<sup>th</sup>, 2018 by Linebach Funkhouser, Inc. (LFI), sub-



consultant to TriEco who was consulting HPI. The plan is a remedial action plan, and was approved by the state.

1.c. Timing and/or Contribution Toward Hazardous Substances Disposal – HPI has not caused or contributed to the release of any hazardous substances at the site. HPI has not, at any time, arranged for the disposal of hazardous substances at the site and has not transported any hazardous substances to the site.

1.d. Post Acquisition Uses – Since acquisition, the property has remained vacant and is the same condition it was in pre-purchase.

1.e. HPI has secured the building so that any trespassers cannot enter and be exposed to any hazardous materials on site. HPI confirms its commitment to comply with any land use restrictions and will not impede the effectiveness or integrity of any institutional controls. HPI will assist and cooperate with the QEP performing the cleanup and will provide access to the property. HPI will comply with all information requests and administrative subpoenas that have or may be issued in connection with the property, and will provide all legally required notices.

## **11. Cleanup Authority and Oversight Structure**

- a) All budget tasks under the contractual category will be completed in compliance with the Kentucky Department of Environmental Protection rules and regulations. Additional technical expertise will be required to conduct, manage and oversee the cleanup. The Housing Partnership, Inc. will hire a qualified environmental professional consistent with the competitive procurement provisions of 40 CRF 31.36 and ensure this expertise is in place prior to beginning cleanup activities.
- b) This type of access will not be needed, as HPI has site control of adjacent parcels.

## **12. Community Notification (meeting was held on 1/28/2019)**

- a) Please see attached for a draft Analysis of Brownfield Cleanup Alternatives
- b) Please see attached for a copy of the Community Notification Ad
- c) Please see attached for copies of:
  - Meeting sign-in sheet

HPI received has received no public comments regarding the grant application, but will continue to hold community meetings to facilitate input throughout the project's design process.

## **13. Statutory Cost Share**

- a) Please note that The Housing Partnership, Inc. has committed \$100,000 towards the remediation of asbestos at the site. These funds are available to HPI through

a private loan provided to HPI by HOPE of Kentucky, a private lender. HPI has already closed on this loan, and the funds are available.

OGDEN UT 84201-0029

In reply refer to: 4077567774  
May 25, 2016 LTR 4168C 0  
61-1154315 000000 00  
00025766  
BODC: TE

HOUSING PARTNERSHIP INC  
1512 CRUMS LN STE 401  
LOUISVILLE KY 40216-3870

RECEIVED MAY 26 2016

037007

Employer ID Number: 61-1154315  
Form 990 required: Yes

Dear Taxpayer:

This is in response to your request dated May 02, 2016, regarding your tax-exempt status.

We issued you a determination letter in January 1990, recognizing you as tax-exempt under Internal Revenue Code (IRC) Section 501(c)(3).

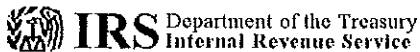
Our records also indicate you're not a private foundation as defined under IRC Section 509(a) because you're described in IRC Sections 509(a)(1) and 170(b)(1)(A)(vi).

Donors can deduct contributions they make to you as provided in IRC Section 170. You're also qualified to receive tax deductible bequests, legacies, devises, transfers, or gifts under IRC Sections 2055, 2106, and 2522.

In the heading of this letter, we indicated whether you must file an annual information return. If a return is required, you must file Form 990, 990-EZ, 990-N, or 990-PF by the 15th day of the fifth month after the end of your annual accounting period. IRC Section 6033(j) provides that, if you don't file a required annual information return or notice for three consecutive years, your exempt status will be automatically revoked on the filing due date of the third required return or notice.

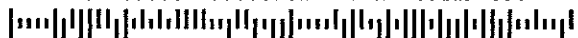
For tax forms, instructions, and publications, visit [www.irs.gov](http://www.irs.gov) or call 1-800-TAX-FORM (1-800-829-3676).

If you have questions, call 1-877-829-5500 between 8 a.m. and 5 p.m., local time, Monday through Friday (Alaska and Hawaii follow Pacific Time).



OGDEN UT 84201-0029

037007.510360.423766.25221 1 MB 0.419 536



RECEIVED MAY 26 2016

HOUSING PARTNERSHIP INC  
1512 CRUMS LN STE 401  
LOUISVILLE KY 40216-3870

037007

CUT OUT AND RETURN THE VOUCHER AT THE BOTTOM OF THIS PAGE IF YOU ARE MAKING A PAYMENT,  
EVEN IF YOU ALSO HAVE AN INQUIRY.

RECEIVED MAY 26 2016

The IRS address must appear in the window.

4077567774

BODCD-TE

Use for payments

Letter Number: LTR4168C

Letter Date : 2016-05-25

Tax Period : 000000

INTERNAL REVENUE SERVICE

OGDEN UT 84201-0029



\*611154315\*

HOUSING PARTNERSHIP INC  
1512 CRUMS LN STE 401  
LOUISVILLE KY 40216-3870

611154315 TB HOUS 00 2 000000 670 000000000000

Trey Grayson  
Secretary of State  
Received and Filed  
06/23/2006 1:16:01 PM  
Fee Receipt: \$16.00

# AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE HOUSING PARTNERSHIP, INC.

The Housing Partnership, Inc., for the purpose of amending and restating its Articles of Incorporation, hereby states as follows:

Provision 1. The name of the Corporation is The Housing Partnership, Inc.

Provision 2. The Amended and Restated Articles of Incorporation of the Corporation are as follows:

## ARTICLE I

### Name

The Corporation shall be named and known as The Housing Partnership, Inc.

## ARTICLE II

### Duration

The duration of the Corporation shall be perpetual.

## ARTICLE III

### Offices and Registered Agent

The name and address of the registered agent of the Corporation for service of process, and the address of the registered office of the Corporation in this state, until changed by action of the Board of Directors, shall be:

F. Lynn Luallen  
The Housing Partnership, Inc.  
333 Guthrie Green  
Suite 404  
Louisville, KY 40202

## ARTICLES IV

Purpose

The purpose of the Corporation shall be more specifically stated as follows: to aid, assist, and further in the development of low and moderate income housing primarily in the Metro Louisville, Metropolitan Statistical Area by coordinating public and private partnerships, by soliciting and receiving gifts and donations of money and other property, by acting as a partner in the development of such housing, by providing technical, financial and construction related expertise, and by any other means appropriate to this purpose.

## ARTICLE V

Nonprofit Nature

The Corporation shall be irrevocably dedicated to and operated exclusively for, non-profit purposes. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

## ARTICLE VI

Powers and Limitations

In carrying out the corporate purposes described in Article IV, the Corporation shall have all the powers granted by the laws of the Commonwealth of Kentucky, including in particular those listed in Section 273.171 of the Kentucky Revised Statutes, except as follows and as otherwise stated in the Articles:

- a) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office;
- b) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c) (3) as the Revenue Code of 1986 or the corresponding provisions of any later Federal tax laws;

- c) If and so long as the Corporation is a private foundation as defined in Section 509 (a) of the Internal Revenue Code of 1986, or corresponding provisions of any later Federal tax laws:
- 1) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any later Federal tax laws;
  - 2) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any later Federal tax laws;
  - 3) The Corporation shall not retain any excess business holdings as defined in Section 4943 (c) of the Internal Revenue Code of 1986, or corresponding provisions of any later federal tax laws;
  - 4) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any later Federal tax laws;
  - 5) The Corporation shall not make any taxable expenditures as defined in Section 4945 (d) of the Internal Revenue Code of 1986, or corresponding provisions of any later Federal tax laws.

## ARTICLE VII

### Incorporate

(Intentionally omitted).

## ARTICLE VIII

### Initial Board of Directors

(Intentionally omitted).

## ARTICLE IX

### Bylaws

The Bylaws for the Corporation shall be adopted by the Board of Directors, which shall have the power to modify the Bylaws from time to time in accordance with the provisions of the Bylaws.

## ARTICLES X

### Board of Directors

The affairs and business of the of the Corporation shall be conducted by a Board of Directors consisting of not more that twenty five (25) directors (the exact number to be set in the Bylaws), all of one class, but having staggered terms as provided in the Bylaws of the Corporation. Eligibility for membership on the Board of Directors shall be as set forth in the Bylaws of the Corporation.

## ARTICLES XI

### Members

The Corporation shall be permitted to have members in accordance with KRS 273.187 as and to the extent provided in the Bylaws. The designation of classes of members (if any), the manner of election or appointment, and the qualification and rights of the members of each class shall be set forth in the Bylaws of the Corporation. The Corporation shall have the power to issue certificates evidencing membership in the Corporation.

## ARTICLES XII

### No Personal Liability; Indemnity

The officers, directors, members and employees of the Corporation shall not be held personally liable for any debt or obligation of the Corporation solely because of their positions as such. The Board of Directors shall have the power to indemnify the officers, directors, members and employees of the Corporation to the fullest extent provided by law, such indemnification to be set forth in the Bylaws of the Corporation.

## ARTICLES XIII

### Dissolution

In the event of dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the debts of the Corporation shall distribute the assets exclusively for the purposes of the Corporation, in such manner, or to such organizations organized and operated exclusively for charitable or educational purposes as shall at the



time qualify as an exempt organization under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any later Federal tax laws), as the Board of Directors shall determine.

The remaining assets, if any, shall be disposed of by the Circuit Court of the county in which the principal office for the Corporation is the located, exclusively for such purposes or to such organizations as said Court shall determine are organized and operated exclusively for such purposes.

#### ARTICLE XIV

##### Amendments

These Articles of Incorporation may be amended from time to time by resolution of the Board of Directors of the Corporation in accordance with the Bylaws of the Corporation.

Provision 3. These Restated Articles of Incorporation correctly set forth the provisions of the Articles of Incorporation as heretofore amended, they have been duly adopted as required by law, and they supercede the original Articles of Incorporation and all amendments thereto.

Provision 4. The Corporation currently has no members entitled to vote on these Articles of Amendment. The foregoing Amended and Restated Articles of Incorporation were duly adopted by a majority of the Directors in office of the Corporation held on the 26th day of November, 2002.

233  
H.K.

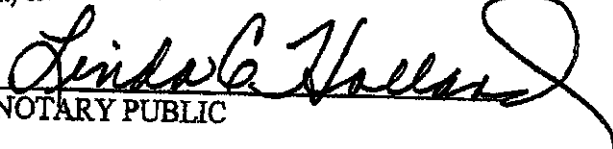
IN TESTIMONY WHEREOF, witness the signature of R. K. Guillaume as Chairman of the Corporation this 14th day of June, 2005.

By:   
R.K. Guillaume

COMMONWEALTH OF KENTUCKY }  
 } SS.  
COUNTY OF JEFFERSON }

I, a Notary Public within and for the State and County aforesaid, do hereby certify that the foregoing instrument was produced before me by R.K. Guillaume, as Chairman of The Housing Partnership, Inc., who, first being duly sworn, acknowledged and delivered the same as his/her free act and deed and the free act and deed of the Corporation, and verified that the statements contained therein are true, all on this 14th day of June, 2005.

My commission expires: Notary Public, State at Large, KY  
My commission expires Aug. 7, 2006

  
NOTARY PUBLIC

THIS INSTRUMENT PREPARED BY:

William L. Skees, Jr.  
Frost Brown Todd LLC  
400 W. Market St  
Louisville, KY 40202  
(502) 589-5400

LOULibrary/2343012

Document No.: DNE005105233  
Lodged By: HOUSING PARTNERSHIP  
Recorded On: 06/30/2005 01:24:17  
Total Fees: 13.00  
Transfer Tax: .00  
County Clerk: BOBBIE HOLSCAW-JEFF CO KY  
Deputy Clerk: LATRIL

ND OF DOCUMENT

**0239572.09**dcornish  
AMDAlison Lundergan Grimes  
Kentucky Secretary of State  
Received and Filed:  
12/14/2012 8:10 AM  
Fee Receipt: \$8.00

**ARTICLES OF AMENDMENT  
TO THE  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
THE HOUSING PARTNERSHIP, INC.**

Pursuant to the provisions of Chapter 273 of the Kentucky Revised Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of the Corporation is The Housing Partnership, Inc. (the "Corporation").
2. Article IV of the Amended and Restated Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

**"ARTICLE IV**

**Purposes**

The nature of the business of the Corporation, and the objects and purposes to be transacted, promoted and carried on by the Corporation are as follows:

- a) As a general and controlling purpose, to conduct and carry on its work, not for profit, but exclusively for charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
- b) As particular purposes and in furtherance of, consistent with, and subject to, the general and controlling purpose set forth in section (a) of this Article IV:
  - 1) To aid, assist, and further in the development of low and moderate income housing primarily in the Metro Louisville, Metropolitan Statistical Area by coordinating public and private partnerships, by soliciting and receiving gifts and donations of money and other property, by acting as a partner in the development of such housing, by providing technical, financial and construction related expenses, and by any other means appropriate to this purpose;
  - 2) To preserve historic buildings and neighborhoods, including, but not limited to, residential (including affordable housing), commercial and other uses within those historic buildings and neighborhoods; to lessen the burden upon government through raising funds for historic preservation projects which

meet the common good; and to invest in, lend to, develop, own, lease, option, support and/or operate historic buildings and charitable and other organizations, including, but not limited to, limited partnerships and/or limited liability companies, operated for the purposes described above; and

- 3) To engage in any and all lawful activities or pursuits for which a corporation may be incorporated under Chapter 273 of the Kentucky Revised Statutes."

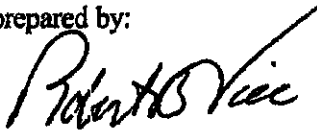
3. The Corporation has no members. The amendment set forth above (the "Amendment") was adopted by the Corporation's Board of Directors at a meeting held in accordance with the Corporation's Amended and Restated Articles of Incorporation and By-Laws on December 12, 2012. The Amendment received the vote of at least a majority of the directors of the Corporation in office.

THE HOUSING PARTNERSHIP, INC.,  
a Kentucky nonprofit corporation

By: 

Title: President

The foregoing instrument  
was prepared by:



Robert B. Vice, Esq.  
REED WEITKAMP SCHELL & VICE PLLC  
500 West Jefferson Street, Suite 2400  
Louisville, Kentucky 40202-2812  
(502) 589-1000

0239572.09

bschell  
AMD

Alison Lundergan Grimes  
Kentucky Secretary of State  
Received and Filed:  
6/18/2013 9:04 AM  
Fee Receipt: \$8.00

**ARTICLES OF AMENDMENT  
to the  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
of  
THE HOUSING PARTNERSHIP, INC.**

Pursuant to the provisions of Chapter 273 of the Kentucky Revised Statutes, the undersigned Corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of the Corporation is The Housing Partnership, Inc. (the "Corporation").
2. Article X of the Amended and Restated Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

**"ARTICLE X**

**Board of Directors**

The affairs and business of the Corporation shall be conducted by a Board of Directors consisting of the number of directors fixed in the Bylaws of the Corporation, all of one class, but having staggered terms as provided in the Bylaws of the Corporation. The eligibility for membership on the Board of Directors as well as the procedures for removal of a Director from office shall be as set forth in the Bylaws of the Corporation."

3. The Corporation has no members. The amendment set forth above (the "Amendment") was adopted by the Corporation's Board of Directors at a meeting held in accordance with the Corporation's Amended and Restated Articles of Incorporation and Bylaws on April 24, 2013. The Amendment received the vote of at least a majority of the directors of the Corporation in office.

THE HOUSING PARTNERSHIP, INC.,  
a Kentucky nonprofit corporation


By: \_\_\_\_\_

Title: \_\_\_\_\_

*RL Ay*

*President*

The foregoing instrument  
was prepared by:

A handwritten signature in cursive script, reading "Robert B. Vice", written over a horizontal line.

Robert B. Vice, Esq.  
REED WEITKAMP SCHELL & VICE PLLC  
500 West Jefferson Street, Suite 2400  
Louisville, Kentucky 40202-2812  
(502) 589-1000



## ENERGY AND ENVIRONMENT CABINET

**Matthew G. Bevin**  
Governor

DEPARTMENT FOR ENVIRONMENTAL PROTECTION  
DIVISION OF COMPLIANCE ASSISTANCE  
300 SOWER BOULEVARD  
FRANKFORT, KENTUCKY 40601  
[www.dep.ky.gov](http://www.dep.ky.gov)

**Charles G. Snively**  
Secretary

January 8, 2019

Andrew Hawes, President  
The Housing Partnership, Inc.  
1512 Crums Lane, Suite 401,  
Louisville, KY 40216

Re: Letter of Support for Brownfield Grant Application from The Housing Partnership, Inc.

Dear Mr. Hawes:

The Kentucky Department for Environmental Protection (DEP) is supportive of, and committed to, the work of The Housing Partnership to identify and address brownfield sites in the community. DEP is the state agency charged by the legislature with the responsibility of implementing the Kentucky equivalent of the federal Superfund program, and as such, is an essential component of any attempt to systematically address brownfields redevelopment. We support the Partnership's application for a Brownfield Cleanup Grant for the Axton-Fischer Warehouse (1403 and 1405 West Broadway, Louisville, KY) and look forward to continuing our work with your group on this important issue.

Sincerely,

Herbert Petitjean  
Brownfield Coordinator

HCP:hp

cc: Landen Burcham (Senior Project Manager, The Housing Partnership, Inc.)  
Amanda LeFevre (Division of Compliance Assistance)  
Christoph Uhlenbruch (Division of Waste Management)  
Duke York (Division of Waste Management, Louisville Regional Office)

# **Analysis of Brownfields Cleanup Alternatives – Preliminary Evaluation**

**1405 West Broadway, Louisville, KY 40203**

**Prepared by: The Housing Partnership, Inc.**

*\* Please note that the draft Analysis of Brownfields Cleanup Alternatives (ABCA) submitted as part of the proposal is intended as a brief preliminary document. The format of this document is suitable for the purpose of grant proposal submission, but not for compliance with the Terms and Conditions of an awarded grant. In addition, this document may not meet state requirements for the evaluation of cleanup alternatives. \**

## **I. Introduction & Background**

### **a. Site Location (address)**

The site is located at 1405 West Broadway, Louisville, KY 40203 (herein referred to as “the Site”).

### **a.1 Forecasted Climate Conditions**

According to the FEMA Flood Map Panel Number 21111C0041E, the site is located in a Zone X, which is an area of minimal flood risk.

### **b. Previous Site Uses and any previous cleanup/remediation**

The site is home to one of the largest vacant buildings in Louisville’s West End, the 5-story Axton-Fischer Warehouse. The building was completed in 1921 and originally used as a candy factory for the Frank A. Menne Candy Company. In the years since its completion, the building has served as a tobacco warehouse for the Axton-Fischer Company, an Army office building and recruitment center, and most recently, a church; however, it has now sat entirely vacant for over a decade and largely vacant since the 1970s, creating a blighting influence on the Russell neighborhood and Broadway commercial corridor for decades.

To the owner’s knowledge, no previous cleanup or remediation of hazardous materials has occurred at the site.

### **c. Site Assessment Findings (briefly summarize the environmental investigations that have occurred at the site, including what the Phase I and Phase II assessment reports revealed in terms of contamination present, if applicable)**

Prior to acquiring the site, HPI engaged TriEco, a Qualified Environmental Professional (“QEP”) to prepare a Phase I Environmental Report for the site, which was prepared on November 7<sup>th</sup>, 2018.

An Abestos, Lead-Based Paint, and Hazardous Materials Inspection Report (equivalent report to Phase II) was prepared by TriEco, LLC for The Housing Partnership on November 15<sup>th</sup>, 2018.

A Property Management Plan (“PMP”) for the property was prepared in accordance with the Guidance For Brownfields Redevelopment In Kentucky to meet the requirements of Kentucky Revised Statute (KRS) 224.1-415. The PMP was prepared on November 15<sup>th</sup>, 2018 by Linebach Funkhouser, Inc. (LFI), sub-consultant to TriEco who was consulting HPI. The plan is a remedial action plan, and was approved by the state.



The Phase I found The following known environmental concerns are at the site:

- The past presence of historic auto and dry cleaner sites in close proximity to the property is considered an environmental concern.
- Stained floors/pavement, and the presence of floor drains/sump in poor condition are considered an environmental concern.
- The UST system present on the west side of the structure is considered a REC.
- The subject property was identified with the potential to have a vapor encroachment condition (VEC) as constituents of concern (CoCs) were potentially present in soil and/or groundwater, which is considered a REC.
- Lead and Abestos containing materials are pervasive throughout the building

The Abestos, Lead-Based Paint, and Hazardous Materials Inspection Report found that The building includes 117,500 sq. ft. of asbestos tile, nearly 20,000 linear ft. of asbestos caulking, coating and other materials, and mechanical systems located on the roof that are coated in asbestos containing materials. The estimate for the asbestos remediation ranges from \$600,000 to \$880,000.

#### **d. Project Goal (*site reuse plan*)**

The planned reuse for the Site is a mixed-used, five-story project. The rehabilitated historic warehouse will include residential and commercial space. The top two floors will be 51 high-quality affordable apartments for seniors, and the lower two floors will be used for retail and commercial space. The basement will serve as a parking garage, and surface level parking will be created to the west and north of the building. The gross square footage of the commercial floors is 26,690 SF for floor 1, and 28,067 SF each for floors 2 and 3, totaling over 80,000 gross square feet of commercial space.

The project is currently zoned C-2 Commercial, and will not need a zoning change for the proposed uses.

## **II. Applicable Regulations and Cleanup Standards**

### **a. Cleanup Oversight Responsibility (*identify the entity, if any, that will oversee the cleanup, e.g., the state, Licensed Site Professional, other required certified professional*)**

The cleanup will be overseen by the state environmental department, The Kentucky Department of Environmental Protection ("KDEP"). In addition, all documents prepared for this site are submitted to KDEP. The state has already determined that the site is an eligible brownfields site, and has approved the Property Management Plan for the project.

HPI will also work with a Qualified Environmental Professional for the remediation work and will ensure the hazardous materials are disposed of properly.

### **b. Cleanup Standards for major contaminants (*briefly summarize the standard for cleanup e.g., state standards for residential or industrial reuse*)**

HPI currently anticipates that the state standards for recreational use will be used as the cleanup standards.

**c. Laws & Regulations Applicable to the Cleanup (*briefly summarize any federal, state, and local laws and regulations that apply to the cleanup*)** Laws and regulations that are applicable to this cleanup include the Brownfields Revitalization Act, the Davis-Bacon Act, state and federal environmental law. Federal, state, and local laws regarding procurement of contractors to conduct the cleanup will be followed. All appropriate permits by the contractor before work begins.

### **III. Cleanup Alternatives**

#### **a. Cleanup Alternatives Considered (*minimum two different alternatives plus No Action*)**

To address contamination at the Site, two different alternatives were considered, including Alternative #1: No Action, Alternative #2: Remediation of hazardous materials

#### **b. Evaluation of Cleanup Alternatives (*brief discussion of the effectiveness, implementability and a preliminary cost estimate for each alternative*)**

To satisfy EPA requirements, the effectiveness, implementability, and cost of each alternative must be considered prior to selecting a recommended cleanup alternative. Effectiveness

- Alternative #1: No Action is not effective in controlling or preventing the exposure of receptors to contamination at the Site.
- Alternative #2: A licensed environmental contractor will be hired to perform an exhaustive cleanup of all asbestos containing materials in and around the building.

#### Implementability

- Alternative #1: No Action is easy to implement since no actions will be conducted.
- #2: A qualified contractor will be selected through a competitive bidding process. HPI will contract the firm to perform a thorough abatement of all asbestos containing materials on site. This will be the most difficult and costly to implement.

#### Cost

- There will be no costs under Alternative #1: No Action.
- It is estimated that Alternative #2: Remediation costs will range from \$600,000-\$880,000.

#### **c. Recommended Cleanup Alternative**

The recommended cleanup alternative is Alternative #2: Remediation of hazardous materials. Alternative #1: No Action cannot be recommended since it does not address site risks and therefore would not allow the site to be redeveloped for residential or commercial uses.

A GANNETT COMPANY

RECEIVED JAN 24 2019

Advertiser:

THE HOUSING PARTNERSHIP, INC.  
1512 CRUMS LANE, SUITE 401

LOUISVILLE KY 40216

## AFFIDAVIT OF PUBLICATION

State of Wisconsin  
County of Brown

LEGAL NOTICE  
ATTACHED

RE: Order # 0003334867

Account #: 5028142711  
Total Cost of the Ad: \$518.93

I, of The Courier-Journal, a newspaper published and printed in the State of Kentucky, County of Jefferson, and having general circulation in the County of Jefferson, who being duly sworn, depose and saith that the advertisement of which the annexed is a true copy and has been published in the said newspaper, once in each issue as follows:

01/12/19

.....  
Shelly Horne  
Subscribed and sworn to before me this 14th day of January, 2019

Vicky Felty  
Notary Public

9/19/21  
Commission expires



# of Affidavits: 1

RECEIVED JAN 24 2019

**NOTICE OF INTENT TO APPLY  
FOR EPA FUNDING**

A public meeting on the proposed EPA Cleanup Grant Application ("Application") for the 1405 West Broadway development project will be held by the Housing Partnership, Inc. ("HPI") at the following location and time: The Housing Partnership Inc, offices, 4th Floor; 1512 Crums Lane; Louisville, KY 40216; Monday, January 28th, 2019 at 1:00PM.

This public meeting is being held to solicit input from the community regarding HPI's application to the EPA for federal funding for the environmental cleanup of the properties located at 1403 and 1405 West Broadway, Louisville, KY 40203. A draft copy of the grant proposal, including a draft "Analysis of Brownfield Cleanup Alternatives", can be obtained at [www.wearehpi.org](http://www.wearehpi.org) under "Links", or by calling 502.814.2711. Comments on the draft proposal may be sent to [lburcham@wearehpi.org](mailto:lburcham@wearehpi.org).

**THE HOUSING PARTNERSHIP, INC. – EPA GRANT PUBLIC MEETING**

|                     |                                   |                      |                                |
|---------------------|-----------------------------------|----------------------|--------------------------------|
| <b>Project:</b>     | 1405 W Broadway EPA Cleanup Grant | <b>Meeting Date:</b> | 1/28/19                        |
| <b>Facilitator:</b> | Landen Burcham                    | <b>Place/Room:</b>   | HPI offices, Conference Room A |

[illegible]



January 30<sup>th</sup>, 2019

United States Environmental Protection Agency  
EPA Region 4  
Attn: Brian Gross  
Atlanta Federal Center  
61 Forsyth Street, S.W.  
Atlanta, GA 30303-8960  
Phone: (404) 562-8604

**Re: The Housing Partnership, Inc. ("HPI") Leveraged Funding Source**

Dear Mr. Gross:

The Housing Partnership, Inc. will contribute \$100,000 for the remediation of hazardous materials at 1405 West Broadway as leveraged funding to the EPA cleanup grant of \$500,000.

Thank you for considering HPI's application for these much-needed resources.

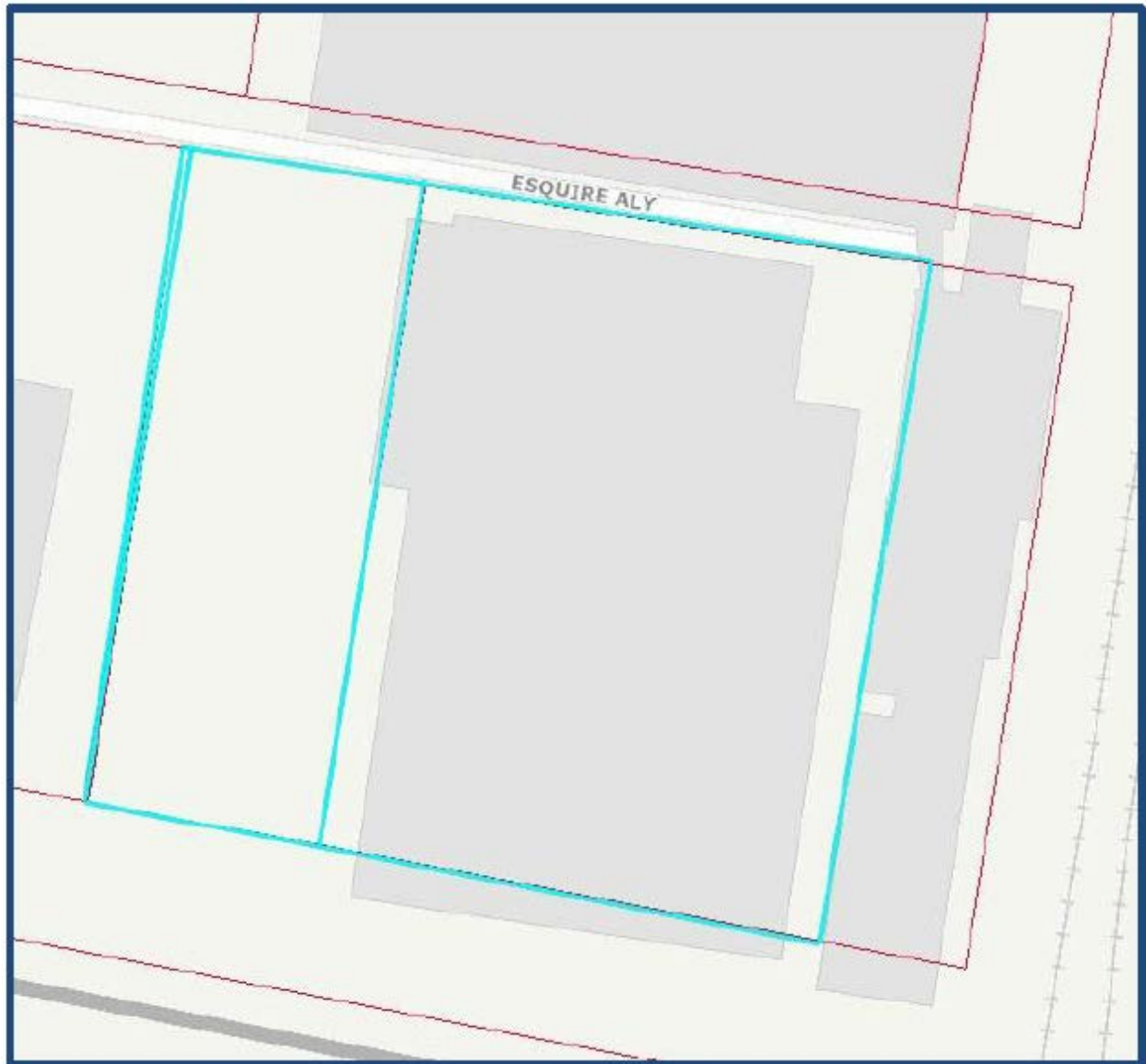
Sincerely,

Andrew Hawes  
President, The Housing Partnership, Inc.

**1405 West Broadway  
EPA Cleanup Grant  
Areas Affected by Project**

This project will affect the properties located at 1403 and 1405 West Broadway, Louisville, KY 40203.

See below for a location map of the subject property.





## Application for Federal Assistance SF-424

\* 1. Type of Submission:

- ☐ Preapplication  
☒ Application  
☐ Changed/Corrected Application

\* 2. Type of Application:

- ☒ New  
☐ Continuation  
☐ Revision

\* If Revision, select appropriate letter(s):

\* Other (Specify):

\* 3. Date Received:

01/31/2019

4. Applicant Identifier:

The Housing Partnership, Inc.

5a. Federal Entity Identifier:

5b. Federal Award Identifier:

State Use Only:

6. Date Received by State:

7. State Application Identifier:

Kentucky

### 8. APPLICANT INFORMATION:

\* a. Legal Name:

The Housing Partnership, Inc.

\* b. Employer/Taxpayer Identification Number (EIN/TIN):

\* c. Organizational DUNS:

7822768690000

### d. Address:

\* Street1:

1512 Crums Lane

Street2:

Suite 401

\* City:

Louisville

County/Parish:

jefferson

\* State:

KY: Kentucky

Province:

\* Country:

USA: UNITED STATES

\* Zip / Postal Code:

40216-3824

### e. Organizational Unit:

Department Name:

Division Name:

### f. Name and contact information of person to be contacted on matters involving this application:

Prefix:

Mr.

\* First Name:

Landen

Middle Name:

\* Last Name:

Burcham

Suffix:

Title:

Senior Project Manager

Organizational Affiliation:

The Housing Partnership, Inc.

\* Telephone Number:

5028142711

Fax Number:

\* Email:

lburcham@wearehpi.org

## Application for Federal Assistance SF-424

### \* 9. Type of Applicant 1: Select Applicant Type:

M: Nonprofit with 501C3 IRS Status (Other than Institution of Higher Education)

Type of Applicant 2: Select Applicant Type:

Type of Applicant 3: Select Applicant Type:

\* Other (specify):

### \* 10. Name of Federal Agency:

Environmental Protection Agency

### 11. Catalog of Federal Domestic Assistance Number:

66.818

CFDA Title:

Brownfields Assessment and Cleanup Cooperative Agreements

### \* 12. Funding Opportunity Number:

EPA-OLEM-OBLR-18-07

\* Title:

FY19 GUIDELINES FOR BROWNFIELDS CLEANUP GRANTS

### 13. Competition Identification Number:

Title:

### 14. Areas Affected by Project (Cities, Counties, States, etc.):

1235-Areas Affected.pdf

Add Attachment

Delete Attachment

View Attachment

### \* 15. Descriptive Title of Applicant's Project:

1405 West Broadway Brownfield Cleanup Grant

Attach supporting documents as specified in agency instructions.

Add Attachments

Delete Attachments

View Attachments

**Application for Federal Assistance SF-424****16. Congressional Districts Of:**\* a. Applicant \* b. Program/Project 

Attach an additional list of Program/Project Congressional Districts if needed.

**17. Proposed Project:**\* a. Start Date: \* b. End Date: **18. Estimated Funding (\$):**

|                     |   |
|---------------------|---|
| * a. Federal        | <input type="text" value="500,000.00"/> |
| * b. Applicant      | <input type="text" value="100,000.00"/> |
| * c. State          | <input type="text" value="0.00"/>       |
| * d. Local          | <input type="text" value="0.00"/>       |
| * e. Other          | <input type="text" value="0.00"/>       |
| * f. Program Income | <input type="text" value="0.00"/>       |
| * g. TOTAL          | <input type="text" value="600,000.00"/> |

**\* 19. Is Application Subject to Review By State Under Executive Order 12372 Process?**

- ☐ a. This application was made available to the State under the Executive Order 12372 Process for review on .
- ☐ b. Program is subject to E.O. 12372 but has not been selected by the State for review.
- ☒ c. Program is not covered by E.O. 12372.

**\* 20. Is the Applicant Delinquent On Any Federal Debt? (If "Yes," provide explanation in attachment.)**☐ Yes ☒ No

If "Yes", provide explanation and attach

**21. \*By signing this application, I certify (1) to the statements contained in the list of certifications\*\* and (2) that the statements herein are true, complete and accurate to the best of my knowledge. I also provide the required assurances\*\* and agree to comply with any resulting terms if I accept an award. I am aware that any false, fictitious, or fraudulent statements or claims may subject me to criminal, civil, or administrative penalties. (U.S. Code, Title 218, Section 1001)**

☒ \*\* I AGREE

\*\* The list of certifications and assurances, or an internet site where you may obtain this list, is contained in the announcement or agency specific instructions.

**Authorized Representative:**

Prefix:  \* First Name:

Middle Name:

\* Last Name:

Suffix:

\* Title: \* Telephone Number:  Fax Number: \* Email: \* Signature of Authorized Representative:  \* Date Signed: